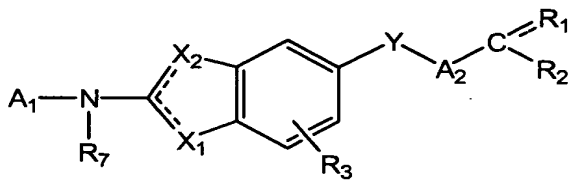
The embodiments of the invention in which an exclusive property or privilege is claimed are defined as follows:

1. A compound of the formula (I):



(I)

wherein, X_1 and X_2 are independently selected from =N-, -NR_4-, -O- or –S-, provided that if X_1 is -NR_4-, -O- or –S-, then X_2 is =N-, or if X_2 is -NR_4-, -O- or –S-, then X_2 is =N-, and both X_1 and X_2 are not =N-;

Y is O or S;

A_1 is substituted or unsubstituted alkyl, cycloalkyl, heterocycloalkyl, aryl, polycyclic aryl, polycyclic arylalkyl, heteroaryl, biaryl, heteroarylaryl, heteroarylheteroaryl, cycloalkylalkyl, heterocycloalkylalkyl, arylalkyl, heteroarylalkyl, biarylalkyl, or heteroarylarylalkyl;

A_2 is substituted or unsubstituted heteroaryl;

R_1 is O or H, and R_2 is NR_5 R_6 or hydroxyl; or R_1 is taken together with R_2 to form a substituted or unsubstituted heterocycloalkyl or heteroaryl group; wherein, the dashed line represents a single or double bond;

R_3 is hydrogen, halogen, loweralkyl, or loweralkoxy;

R_4 is hydrogen, hydroxyl, alkylamino, dialkylamino or alkyl;

R_5 and R_6 are independently selected from hydrogen, and substituted or unsubstituted alkyl, alkoxyalkyl, aminoalkyl, amidoalkyl, acyl, cycloalkyl, heterocycloalkyl, aryl, heteroaryl, alkyloxyalkylheterocyclo, and heteroarylalkyl; or R_5 and R_6 are taken together to form substituted or unsubstituted heterocyclo or heteroaryl; and

R_7 is loweralkyl;

or a pharmaceutically acceptable salt, ester or prodrug thereof.

2. A compound of Claim 1 wherein X is NR_4.

3. A compound of Claim 2 wherein R_4 is hydrogen.

4. A compound of Claim 2 wherein R_4 is methyl.

5. A compound of Claim 1 wherein Y is O.

6. A compound of Claim 1 wherein A_1 is selected from the group consisting of substituted or unsubstituted phenyl, pyridyl, pyrimidinyl, phenylalkyl, pyridylalkyl, pyrimidinylalkyl, heterocyclocarbonylphenyl, heterocyclophenyl, heterocycloalkylphenyl, chlorophenyl, flourophenyl, bromophenyl, iodophenyl, dihalophenyl, nitrophenyl, 4-bromophenyl, 4-chlorophenyl, alkylbenzoate, alkoxyphenyl, dialkoxyphenyl, dialkylphenyl, trialkylphenyl, thiophene, thiophene-2-carboxylate, alkylthiophenyl, trifluoromethylphenyl, acetylphenyl, sulfamoylphenyl, biphenyl, cyclohexylphenyl, phenyloxyphenyl, dialkylaminophenyl, alkylbromophenyl, alkylchlorophenyl, alkylflourophenyl, triflouromethylchlorophenyl, triflouromethylbromophenyl indenyl, 2,3-dihydroindenyl, tetralinyl, triflourophenyl, (triflouromethyl)thiophenyl, alkoxybiphenyl, morpholinyl, N-piperazinyl, N-morpholinylalkyl, piperazinylalkyl, cyclohexylalkyl, indolyl, 2,3-dihydroindolyl, 1-aceyt1-2,3-dihydroindolyl, cycloheptyl, bicyclo[2.2.1]hept-2-yl, hydroxyphenyl, hydroxyalkylphenyl, pyrrolidinyl, pyrrolidin-1-yl, pyrrolidin-1-ylalkyl, 4-amino(imino)methylphenyl, isoxazolyl, indazolyl, adamantyl, bicyclohexyl, quinuclidinyl, imidazolyl, benzimidazolyl, imidazolylphenyl, phenylimidazolyl, pthalamido, napthyl, benzophenone, anilinyl, anisolyl, quinolinyl, quinolinonyl, phenylsulfonyl, phenylalkylsulfonyl, 9H-flouren-1-yl, piperidin-1-yl, piperidin-1-ylalkyl, cyclopropyl, cyclopropylalkyl, pyrimidin-5-ylphenyl, quinolidinylphenyl, furanyl, furanylphenyl, N-methylpiperidin-4-yl, pyrrolidin-4-ylpyridinyl, 4-diazepan-1-yl, hydroxypyrrolidn-1-yl, dialkylaminopyrrolidin-1-yl, 1,4'-bipiperidin-1'-yl, and (1,4'-bipiperidin-1'-ylcarbonyl)phenyl.

7. A compound of Claim 1 wherein A_2 is substituted or unsubstituted pyridyl.

8. A compound of Claim 1 wherein R_1 is O and the dashed line represents a single or double bond.

9. A compound of Claim 1 wherein R_2 is NR_5R_6, R_5 is hydrogen and R_6 is selected from hydrogen, and substituted or unsubstituted alkyl, alkoxyalkyl, aminoalkyl,

amidoalkyl, acyl, cycloalkyl, heterocycloalkyl, aryl, heteroaryl, alkyloxyalkylheterocyclo, and heteroarylalkyl.

10. A compound of Claim 1 wherein R_1 is taken together with R_2 to form a substituted or unsubstituted heterocycloalkyl or heteroaryl group.

11. A compound of Claim 1 wherein R_3 is loweralkoxy.

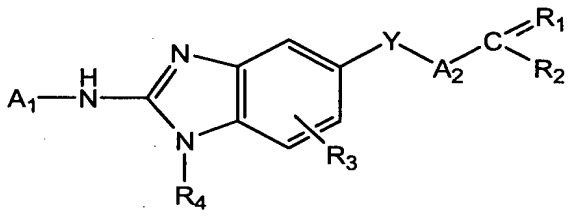
12. A compound of Claim 11 wherein R_3 is methoxy.

13. A compound of Claim 1 wherein R_4 is loweralkyl.

14. A compound of Claim 13 wherein R_4 is methyl.

15. The compound of claim 1 wherein R_1 is O, R_2 is NR_5R_6, R_5 is H, and R_6 is methyl.

16. A compound of the formula (II):



(II)

wherein and Y is O or S;

A_1 is substituted or unsubstituted cycloalkyl, heterocycloalkyl, aryl, polycyclic aryl, polycyclic arylalkyl, heteroaryl, biaryl, heteroarylaryl, heteroarylheteroaryl, cycloalkylalkyl, heterocycloalkylalkyl, arylalkyl, heteroarylalkyl, biarylalkyl, heteroarylarylalkyl;

A_2 is substituted or unsubstituted heteroaryl;

R_1 is O and R_2 is NR_5 R_6; or R_1 is taken together with R_2 to form a substituted or unsubstituted heterocycloalkyl or heteroaryl group; wherein, the dashed line represents a single or double bond;

R_3 is hydrogen, halogen, loweralkyl, or loweralkoxy;

R_4 is hydrogen or loweralkyl;

R_5 and R_6 are independently selected from hydrogen, and substituted or unsubstituted alkyl, alkoxyalkyl, aminoalkyl, amidoalkyl, acyl, cycloalkyl, heterocycloalkyl, aryl, heteroaryl, alkyloxyalkylheterocyclo, and heteroarylalkyl; or R5 and R6 are taken together to form substituted or unsubstituted heterocyclo or heteroaryl; or

a pharmaceutically acceptable salt, ester or prodrug thereof.

17. A compound of Claim 16 wherein R4 is hydrogen.

18. A compound of Claim 16 wherein R4 is methyl.

19. A compound of Claim 16 wherein Y is O.

20. A compound of Claim 16 wherein A_1 is selected from the group consisting of substituted or unsubstituted phenyl, pyridyl, pyrimidinyl, phenylalkyl, pyridylalkyl, pyrimidinylalkyl, heterocyclocarbonylphenyl, heterocyclophenyl, heterocycloalkylphenyl, chlorophenyl, flourophenyl, bromophenyl, iodophenyl, dihalophenyl, nitrophenyl, 4-bromophenyl, 4-chlorophenyl, alkylbenzoate, alkoxyphenyl, dialkoxyphenyl, dialkylphenyl, trialkylphenyl, thiophene, thiophene-2-carboxylate, alkylthiophenyl, trifluoromethylphenyl, acetylphenyl, sulfamoylphenyl, biphenyl, cyclohexylphenyl, phenyloxyphenyl, dialkylaminophenyl, alkylbromophenyl, alkylchlorophenyl, alkylflourophenyl, triflouromethylchlorophenyl, triflouromethylbromophenyl indenyl, 2,3-dihydroindenyl, tetralinyl, triflourophenyl, (triflouromethyl)thiophenyl, alkoxybiphenyl, morpholinyl, N-piperazinyl, N-morpholinylalkyl, piperazinylalkyl, cyclohexylalkyl, indolyl, 2,3-dihydroindolyl, 1-aceyt1-2,3-dihydroindolyl, cycloheptyl, bicyclo[2.2.1]hept-2-yl, hydroxyphenyl, hydroxyalkylphenyl, pyrrolidinyl, pyrrolidin-1-yl, pyrrolidin-1-ylalkyl, 4-amino(imino)methylphenyl, isoxazolyl, indazolyl, adamantyl, bicyclohexyl, quinuclidinyl, imidazolyl, benzimidazolyl, imidazolylphenyl, phenylimidazolyl, pthalamido, napthyl, benzophenone, anilinyl, anisolyl, quinolinyl, quinolinonyl, phenylsulfonyl, phenylalkylsulfonyl, 9H-flouren-1-yl, piperidin-1-yl, piperidin-1-ylalkyl, cyclopropyl, cyclopropylalkyl, pyrimidin-5-ylphenyl, quinolidinylphenyl, furanyl, furanylphenyl, N-methylpiperidin-4-yl, pyrrolidin-4-ylpyridinyl, 4-diazepan-1-yl,

hydroxypyrrolidn-1-yl, dialkylaminopyrrolidin-1-yl, 1,4'-bipiperidin-1'-yl, and (1,4'-bipiperidin-1'-ylcarbonyl)phenyl.

21. A compound of Claim 16 wherein A_2 is substituted or unsubstituted pyridyl.

22. A compound of Claim 16 wherein R_1 is O and the dashed line represents a single or double bond.

23. A compound of Claim 16 wherein R_2 is NR_5R_6, R_5 is hydrogen and R_6 is selected from hydrogen, and substituted or unsubstituted alkyl, alkoxyalkyl, aminoalkyl, amidoalkyl, acyl, cycloalkyl, heterocycloalkyl, aryl, heteroaryl, alkyloxyalkylheterocyclo, and heteroarylalkyl.

24. A compound of Claim 16 wherein R_1 is taken together with R_2 to form a substituted or unsubstituted heterocycloalkyl or heteroaryl group.

25. A compound of claim 16 wherein R_1 is O, R_2 is NR_5R_6, R_5 is H, and R_6 is methyl.

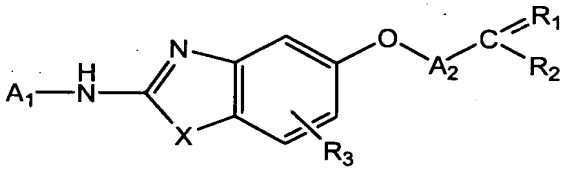
26. A compound of Claim 16 wherein R_3 is loweralkoxy.

27. A compound of Claim 26 wherein R_3 is methoxy.

28. A compound of Claim 16 wherein R_4 is loweralkyl.

29. A compound of Claim 28 wherein R_4 is methyl.

30. A compound of the formula (III):



(III)

wherein X is NR_4, O or S;

A_1 is substituted or unsubstituted cycloalkyl, heterocycloalkyl, aryl, polycyclic aryl, polycyclic arylalkyl, heteroaryl, biaryl, heteroarylaryl, heteroarylheteroaryl,

cycloalkylalkyl, heterocycloalkylalkyl, arylalkyl, heteroarylalkyl, biarylalkyl, heteroarylarylalkyl;

A_2 is substituted or unsubstituted heteroaryl;

R_1 is O and R_2 is NR_5 R_6; or R_1 is taken together with R_2 to form a substituted or unsubstituted heterocycloalkyl or heteroaryl group; wherein, the dashed line represents a single or double bond;

R_3 is hydrogen, halogen, loweralkyl, or loweralkoxy;

R_4 is hydrogen or loweralkyl;

R_5 and R_6 are independently selected from hydrogen, and substituted or unsubstituted alkyl, alkoxyalkyl, aminoalkyl, amidoalkyl, acyl, cycloalkyl, heterocycloalkyl, aryl, heteroaryl, alkyloxyalkylheterocyclo, and heteroarylalkyl; or R5 and R6 are taken together to form substituted or unsubstituted heterocyclo or heteroaryl; or

a pharmaceutically acceptable salt, ester or prodrug thereof.

31. A compound of Claim 30 wherein X is NR_4.

32. A compound of Claim 31 wherein R_4 is hydrogen.

33. A compound of Claim 30 wherein R_4 is methyl.

34. A compound of Claim 30 wherein A_1 is selected from the group consisting of substituted or unsubstituted phenyl, pyridyl, pyrimidinyl, phenylalkyl, pyridylalkyl, pyrimidinylalkyl, heterocyclocarbonylphenyl, heterocyclophenyl, heterocycloalkylphenyl, chlorophenyl, flourophenyl, bromophenyl, iodophenyl, dihalophenyl, nitrophenyl, 4-bromophenyl, 4-chlorophenyl, alkylbenzoate, alkoxyphenyl, dialkoxyphenyl, dialkylphenyl, trialkylphenyl, thiophene, thiophene-2-carboxylate, alkylthiophenyl, trifluoromethylphenyl, acetylphenyl, sulfamoylphenyl, biphenyl, cyclohexylphenyl, phenyloxyphenyl, dialkylaminophenyl, alkylbromophenyl, alkylchlorophenyl, alkylflourophenyl, triflouromethylchlorophenyl, triflouromethylbromophenyl indenyl, 2,3-dihydroindenyl, tetralinyl, triflourophenyl, (triflouromethyl)thiophenyl, alkoxybiphenyl, morpholinyl, N-piperazinyl, N-morpholinylalkyl, piperazinylalkyl, cyclohexylalkyl, indolyl, 2,3-dihydroindolyl, 1-aceyt1-2,3-dihydroindolyl, cycloheptyl, bicyclo[2.2.1]hept-2-yl, hydroxyphenyl,

hydroxyalkylphenyl, pyrrolidinyl, pyrrolidin-1-yl, pyrrolidin-1-ylalkyl, 4-amino(imino)methylphenyl, isoxazolyl, indazolyl, adamantyl, bicyclohexyl, quinuclidinyl, imidazolyl, benzimidazolyl, imidazolylphenyl, phenylimidazolyl, pthalamido, napthyl, benzophenone, anilinyl, anisolyl, quinolinyl, quinolinonyl, phenylsulfonyl, phenylalkylsulfonyl, 9H-flouren-1-yl, piperidin-1-yl, piperidin-1-ylalkyl, cyclopropyl, cyclopropylalkyl, pyrimidin-5-ylphenyl, quinolidinylphenyl, furanyl, furanylphenyl, N-methylpiperidin-4-yl, pyrrolidin-4-ylpyridinyl, 4-diazepan-1-yl, hydroxypyrrolidn-1-yl, dialkylaminopyrrolidin-1-yl, 1,4'-bipiperidin-1'-yl, and (1,4'-bipiperidin-1'-ylcarbonyl)phenyl.

35. A compound of Claim 30 wherein A_2 is substituted or unsubstituted pyridyl.

36. A compound of Claim 30 wherein R_1 is O and the dashed line represents a single or double bond.

37. A compound of Claim 30 wherein R_2 is NR_5R_6, R_5 is hydrogen and R_6 is selected from hydrogen, and substituted or unsubstituted alkyl, alkoxyalkyl, aminoalkyl, amidoalkyl, acyl, cycloalkyl, heterocycloalkyl, aryl, heteroaryl, alkyloxyalkylheterocyclo, and heteroarylalkyl.

38. A compound of Claim 30 wherein R_1 is taken together with R_2 to form a substituted or unsubstituted heterocycloalkyl or heteroaryl group.

39. A compound of Claim 30 wherein R_3 is loweralkoxy.

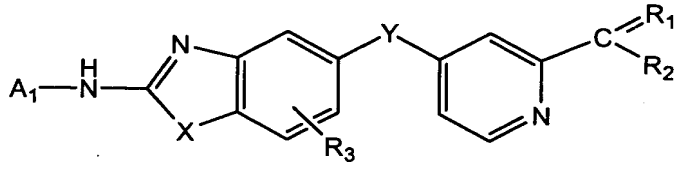
40. A compound of Claim 39 wherein R_3 is methoxy.

41. A compound of Claim 30 wherein R_4 is loweralkyl.

42. A compound of Claim 41 wherein R_4 is methyl.

43. A compound of claim 30 wherein R_1 is O, R_2 is NR_5R_6, R_5 is H, and R_6 is methyl.

44. A compound of the formula (IV):



(IV)

wherein X is NR_4, O or S;

Y is O or S;

A_1 is substituted or unsubstituted cycloalkyl, heterocycloalkyl, aryl, polycyclic aryl, polycyclic arylalkyl, heteroaryl, biaryl, heteroarylaryl, heteroarylheteroaryl, cycloalkylalkyl, heterocycloalkylalkyl, arylalkyl, heteroarylalkyl, biarylalkyl, heteroarylarylalkyl;

R_1 is O and R_2 is NR_5 R_6; or R_1 is taken together with R_2 to form a substituted or unsubstituted heterocycloalkyl or heteroaryl group; wherein, the dashed line represents a single or double bond;

R_3 is hydrogen, halogen, loweralkyl, or loweralkoxy;

R_4 is hydrogen or loweralkyl;

R_5 and R_6 are independently selected from hydrogen, and substituted or unsubstituted alkyl, alkoxyalkyl, aminoalkyl, amidoalkyl, acyl, cycloalkyl, heterocycloalkyl, aryl, heteroaryl, alkyloxyalkylheterocyclo, and heteroarylalkyl; or R5 and R6 are taken together to form substituted or unsubstituted heterocyclo or heteroaryl; or

a pharmaceutically acceptable salt, ester or prodrug thereof.

45. A compound of Claim 44 wherein X is NR_4.

46. A compound of Claim 45 wherein R_4 is hydrogen.

47. A compound of Claim 45 wherein R_4 is methyl.

48. A compound of Claim 44 wherein Y is O.

49. A compound of Claim 44 wherein A_1 is selected from the group consisting of substituted or unsubstituted phenyl, pyridyl, pyrimidinyl, phenylalkyl, pyridylalkyl, pyrimidinylalkyl, heterocyclocarbonylphenyl, heterocyclophenyl, heterocycloalkylphenyl, chlorophenyl, flourophenyl, bromophenyl, iodophenyl, dihalophenyl, nitrophenyl, 4-bromophenyl, 4-chlorophenyl, alkylbenzoate, alkoxyphenyl,

dialkoxyphenyl, dialkylphenyl, trialkylphenyl, thiophene, thiophene-2-carboxylate, alkylthiophenyl, trifluoromethylphenyl, acetylphenyl, sulfamoylphenyl, biphenyl, cyclohexylphenyl, phenyloxyphenyl, dialkylaminophenyl, alkylbromophenyl, alkylchlorophenyl, alkylflourophenyl, triflouromethylchlorophenyl, triflouromethylbromophenyl indenyl, 2,3-dihydroindenyl, tetralinyl, triflourophenyl, (triflouromethyl)thiophenyl, alkoxybiphenyl, morpholinyl, N-piperazinyl, N-morpholinylalkyl, piperazinylalkyl, cyclohexylalkyl, indolyl, 2,3-dihydroindolyl, 1-aceyt1-2,3-dihydroindolyl, cycloheptyl, bicyclo[2.2.1]hept-2-yl, hydroxyphenyl, hydroxyalkylphenyl, pyrrolidinyl, pyrrolidin-1-yl, pyrrolidin-1-ylalkyl, 4-amino(imino)methylphenyl, isoxazolyl, indazolyl, adamantyl, bicyclohexyl, quinuclidinyl, imidazolyl, benzimidazolyl, imidazolylphenyl, phenylimidazolyl, pthalamido, napthyl, benzophenone, anilinyl, anisolyl, quinolinyl, quinolinonyl, phenylsulfonyl, phenylalkylsulfonyl, 9H-flouren-1-yl, piperidin-1-yl, piperidin-1-ylalkyl, cyclopropyl, cyclopropylalkyl, pyrimidin-5-ylphenyl, quinolidinylphenyl, furanyl, furanylphenyl, N-methylpiperidin-4-yl, pyrrolidin-4-ylpyridinyl, 4-diazepan-1-yl, hydroxypyrrolidn-1-yl, dialkylaminopyrrolidin-1-yl, 1,4'-bipiperidin-1'-yl, and (1,4'-bipiperidin-1'-ylcarbonyl)phenyl.

50. A compound of Claim 44 wherein R_1 is O and the dashed line represents a single or double bond.

51. A compound of Claim 44 wherein R_2 is NR_5R_6, R_5 is hydrogen and R_6 is selected from hydrogen, and substituted or unsubstituted alkyl, alkoxyalkyl, aminoalkyl, amidoalkyl, acyl, cycloalkyl, heterocycloalkyl, aryl, heteroaryl, alkyloxyalkylheterocyclo, and heteroarylalkyl.

52. A compound of Claim 44 wherein R_1 is taken together with R_2 to form a substituted or unsubstituted heterocycloalkyl or heteroaryl group.

53. A compound of Claim 44 wherein R_3 is loweralkoxy.

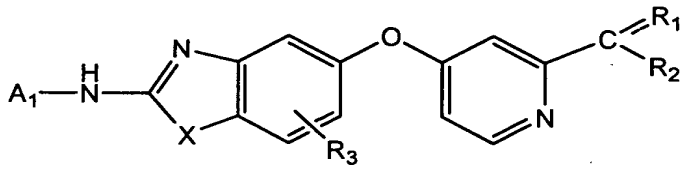
54. A compound of Claim 53 wherein R_3 is methoxy.

55. A compound of Claim 44 wherein R_4 is loweralkyl.

56. A compound of Claim 55 wherein R_4 is methyl.

57. A compound of claim 44 wherein R_1 is O, R_2 is NR_5R_6, R_5 is H, and R_6 is methyl.

58. A compound of the formula (V):



(V)

wherein X is NR_4, O or S;

A_1 is substituted or unsubstituted cycloalkyl, heterocycloalkyl, aryl, polycyclic aryl, polycyclic arylalkyl, heteroaryl, biaryl, heteroarylaryl, heteroarylheteroaryl, cycloalkylalkyl, heterocycloalkylalkyl, arylalkyl, heteroarylalkyl, biarylalkyl, heteroarylarylalkyl;

R_1 is O and R_2 is NR_5 R_6; or R_1 is taken together with R_2 to form a substituted or unsubstituted heterocycloalkyl or heteroaryl group; wherein, the dashed line represents a single or double bond;

R_3 is hydrogen, halogen, loweralkyl, or loweralkoxy;

R_4 is hydrogen or loweralkyl;

R_5 and R_6 are independently selected from hydrogen, and substituted or unsubstituted alkyl, alkoxyalkyl, aminoalkyl, amidoalkyl, acyl, cycloalkyl, heterocycloalkyl, aryl, heteroaryl, alkyloxyalkylheterocyclo, and heteroarylalkyl; or R5 and R6 are taken together to form substituted or unsubstituted heterocyclo or heteroaryl; or

a pharmaceutically acceptable salt, ester or prodrug thereof.

59. A compound of Claim 58 wherein X is NR_4.

60. A compound of Claim 59 wherein R_4 is hydrogen.

61. A compound of Claim 59 wherein R_4 is methyl.

62. A compound of Claim 58 wherein A_1 is selected from the group consisting of substituted or unsubstituted phenyl, pyridyl, pyrimidinyl, phenylalkyl, pyridylalkyl, pyrimidinylalkyl, heterocyclocarbonylphenyl, heterocyclophenyl,

heterocycloalkylphenyl, chlorophenyl, flourophenyl, bromophenyl, iodophenyl, dihalophenyl, nitrophenyl, 4-bromophenyl, 4-chlorophenyl, alkylbenzoate, alkoxyphenyl, dialkoxyphenyl, dialkylphenyl, trialkylphenyl, thiophene, thiophene-2-carboxylate, alkylthiophenyl, trifluoromethylphenyl, acetylphenyl, sulfamoylphenyl, biphenyl, cyclohexylphenyl, phenyloxyphenyl, dialkylaminophenyl, alkylbromophenyl, alkylchlorophenyl, alkylflourophenyl, triflouromethylchlorophenyl, triflouromethylbromophenyl indenyl, 2,3-dihydroindenyl, tetralinyl, triflourophenyl, (triflouromethyl)thiophenyl, alkoxybiphenyl, morpholinyl, N-piperazinyl, N-morpholinylalkyl, piperazinylalkyl, cyclohexylalkyl, indolyl, 2,3-dihydroindolyl, 1-aceyt1-2,3-dihydroindolyl, cycloheptyl, bicyclo[2.2.1]hept-2-yl, hydroxyphenyl, hydroxyalkylphenyl, pyrrolidinyl, pyrrolidin-1-yl, pyrrolidin-1-ylalkyl, 4-amino(imino)methylphenyl, isoxazolyl, indazolyl, adamantyl, bicyclohexyl, quinuclidinyl, imidazolyl, benzimidazolyl, imidazolylphenyl, phenylimidazolyl, pthalamido, napthyl, benzophenone, anilinyl, anisolyl, quinolinyl, quinolinonyl, phenylsulfonyl, phenylalkylsulfonyl, 9H-flouren-1-yl, piperidin-1-yl, piperidin-1-ylalkyl, cyclopropyl, cyclopropylalkyl, pyrimidin-5-ylphenyl, quinolidinylphenyl, furanyl, furanylphenyl, N-methylpiperidin-4-yl, pyrrolidin-4-ylpyridinyl, 4-diazepan-1-yl, hydroxypyrrolidn-1-yl, dialkylaminopyrrolidin-1-yl, 1,4'-bipiperidin-1'-yl, and (1,4'-bipiperidin-1'-ylcarbonyl)phenyl.

63. A compound of Claim 58 wherein R_1 is O and the dashed line represents a single or double bond.

64. A compound of Claim 58 wherein R_2 is NR_5R_6, R_5 is hydrogen and R_6 is selected from hydrogen, and substituted or unsubstituted alkyl, alkoxyalkyl, aminoalkyl, amidoalkyl, acyl, cycloalkyl, heterocycloalkyl, aryl, heteroaryl, alkyloxyalkylheterocyclo, and heteroarylalkyl.

65. A compound of Claim 58 wherein R_1 is taken together with R_2 to form a substituted or unsubstituted heterocycloalkyl or heteroaryl group.

66. A compound of Claim 58 wherein R_3 is loweralkoxy.

67. A compound of Claim 66 wherein R_3 is methoxy.

68. A compound of Claim 58 wherein R_4 is loweralkyl.

69. A compound of Claim 68 wherein R_4 is methyl.

70. A compound of claim 58 wherein R_1 is O, R_2 is NR_5R_6, R_5 is H, and R_6 is methyl.

71. A composition comprising an amount of a compound of claims 1, 16, 30, 44, or 58 effective to inhibit Raf activity in a human or animal subject when administered thereto, together with a pharmaceutically acceptable carrier.

72. A composition of Claim 71 which further comprises at least one additional agent for the treatment of cancer.

73. A composition of Claim 72 in which the at least one additional agent for the treatment of cancer is selected from irinotecan, topotecan, gemcitabine, 5-fluorouracil, leucovorin carboplatin, cisplatin, taxanes, tezacitabine, cyclophosphamide, vinca alkaloids, imatinib, anthracyclines, rituximab and trastuzumab.

74. A method of inhibiting Raf kinase activity in a human or animal subject, comprising administering to the human or animal subject a composition comprising an amount of a compound of claims 1, 16, 30, 44 or 58 effective to inhibit Raf kinase activity in the human or animal subject.

75. A method for treating a cancer disorder in a human or animal subject, comprising administering to the human or animal subject a composition comprising an amount of a compound of claims 1, 16, 30, 44 or 58 effective to inhibit Raf kinase activity in the human or animal subject.

76. A method of claim 75 which further comprises administering to the human or animal subject at least one additional agent for the treatment of cancer.

77. A method of claim 76 in which the at least one additional agent for the treatment of cancer is selected from irinotecan, topotecan, gemcitabine, 5-fluorouracil, leucovorin carboplatin, cisplatin, taxanes, tezacitabine, cyclophosphamide, vinca alkaloids, imatinib, anthracyclines, rituximab and trastuzumab.

78. A method for treating a hormone dependent cancer disorder in a human or animal subject, comprising administering to the human or animal subject a composition comprising an amount of a compound of claims 1, 16, 30, 44 or 58 effective to inhibit Raf kinase activity in the human or animal subject.

79. A method of claim 78 wherein the hormone dependent cancer is breast cancer or prostate cancer.

80. A method of claim 78 which further comprises administering to the human or animal subject at least one additional agent for the treatment of cancer.

81. A method of claim 80 in which the at least one additional agent for the treatment of cancer is selected from irinotecan, topotecan, gemcitabine, 5-fluorouracil, leucovorin carboplatin, cisplatin, taxanes, tezacitabine, cyclophosphamide, vinca alkaloids, imatinib, anthracyclines, rituximab and trastuzumab.

82. A method for treating a hematological cancer disorder in a human or animal subject, comprising administering to the human or animal subject a composition comprising an amount of a compound of claims 1, 16, 30, 44 or 58 effective to inhibit Raf kinase activity in the human or animal subject.

83. A method of claim 82 which further comprises administering to the human or animal subject at least one additional agent for the treatment of cancer.

84. A method of claim 83 in which the at least one additional agent for the treatment of cancer is selected from irinotecan, topotecan, gemcitabine, 5-fluorouracil, leucovorin carboplatin, cisplatin, taxanes, tezacitabine, cyclophosphamide, vinca alkaloids, imatinib, anthracyclines, rituximab and trastuzumab.

85. A compound of claims 1, 16, 30, 44 or 58 for use in the treatment of cancer.

86. Use of a compound of claims 1, 16, 30, 44 or 58 in the manufacture of a medicament for the treatment of cancer.